

0100609058

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OF COUNSEL  
URBAN A. LESTER

April 28, 1995

RECORDATION NO. 17892-5 FILED 1428

APR 28 1995 11 00 AM

INTERSTATE COMMERCE COMMISSION

LICENSING BRANCH

APR 28 11 26 AM '95

RECEIVED  
OFFICE OF THE  
SECRETARY

Mr. Vernon A. Williams  
Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two (2) copies of a Memorandum of Master Equipment Lease Agreement, with Lease Schedule No. 812 attached, dated as of April 28, 1995, a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed document relates to the Memorandum of Master Equipment Lease Agreement No. 1801174, dated as of April 24, 1992, which was filed with the Commission under Recordation Number 17892.

The names and addresses of the parties to the enclosed document are:

Lessor: Pitney Bowes Credit Corporation  
201 Merritt Seven  
Norwalk, Connecticut 06856-5151

Lessee: ConAgra, Inc.  
One ConAgra Drive  
Omaha, Nebraska 68102

A description of the railroad equipment covered by the enclosed document is:

40 hopper cars CAGX 95186 through CAGX 95225

Mr. Vernon A. Williams  
April 28, 1995  
Page 2

Also enclosed is a check in the amount of \$21.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in dark ink, appearing to read 'R. Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/bg  
Enclosures



# Interstate Commerce Commission

Washington, D.C. 20423-0001

4/28/95

Office Of The Secretary

Robert W. Alvord  
Alvord And Alvord  
918 Sixteenth Street, NW., Ste. 200  
Washington, DC., 20006-2973

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 4/28/95 at 11:30AM , and assigned recordation number(s). 17892-J

Sincerely yours,

Vernon A. Williams  
Secretary

Enclosure(s)

(0100609053)

\$ 21.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

RECORDATION NO. 17892-5 FILED 1496

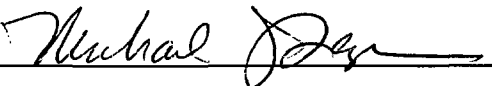
APR 28 1995 - 11 30 AM

MEMORANDUM  
OF MASTER EQUIPMENT LEASE AGREEMENT COMMERCE COMMISSION

On the date hereof, the parties hereto entered into that certain Master Equipment Lease Agreement No. 1801174 (the "Lease Agreement") dated as of April 24, 1992, and that certain Lease Schedule No. 812 attached and incorporated by reference thereto, by and between Pitney Bowes Credit Corporation ("Lessor"), having a place of business located at 201 Merritt Seven, Norwalk, Connecticut 06856-5151, and ConAgra, Inc. ("Lessee"), having its principal place of business located at One Conagra Drive, Omaha, Nebraska 68102, pursuant to which Lessor has leased to Lessee the Equipment described on Exhibit A hereto, subject to the terms and conditions of said Lease Agreement.

IN WITNESS WHEREOF, each of the undersigned pursuant to due corporate authority has caused this Memorandum to be duly executed in its respective corporate name by an officer duly authorized and hereby declares pursuant to 28 U.S.C. 1746 under penalty of perjury that this Memorandum is a true and correct document and was executed as of this 28th day of April 1995.

PITNEY BOWES CREDIT CORPORATION

BY: 

ITS: MICHAEL J. LEYH  
Vice President  
Credit/Operations

CONAGRA, INC.

BY: 

ITS: J.P. O'Donnell  
Vice President-Finance  
and Treasurer

EXHIBIT A

Forty (40) Trinity 5125 cubic foot pressure differential covered hopper cars with reporting marks CAGX 95186 to and including CAGX 95225.

CORPORATE FORM OF ACKNOWLEDGEMENT

State of Connecticut    )  
                                  )    SS:  
County of Fairfield     )

On this 28th day of April, 1995, before me personally appeared Michael J. Leyh, to me personally known, who being by me duly sworn, says that he is the Vice President Credit/Operations of Pitney Bowes Credit Corporation, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Aida Velazquez  
Signature of Notary Public

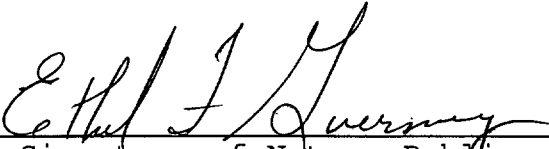
My commission expires AIDA VELAZQUEZ  
NOTARY PUBLIC  
MY COMMISSION EXPIRES OCT. 31, 1999

Seal

CORPORATE FORM OF ACKNOWLEDGEMENT

State of Nebraska       )  
                                  )   SS:  
County of Douglas       )

On this 28<sup>th</sup> day of April, 1995, before me personally appeared J. P. O'Donnell, to me personally known, who being by me duly sworn, says that he is the VP Finance/Treasurer of ConAgra, Inc., that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
\_\_\_\_\_  
Signature of Notary Public

My commission expires 11/18/96

Seal

